

THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
)
W. R. GRACE & CO., et al.) Case No. 01-01139 (JKF)
) Jointly Administered
)
Debtors.)
) Re: Docket Nos. 15112, 15215,
) 15271, 16173, 16177
) July 23, 2007 Agenda No. 15

**CERTIFICATION OF COUNSEL ON ORDER CONCERNING AMENDMENTS,
SUPPLEMENTATIONS AND CHANGES TO ASBESTOS PD CLAIMS**

On April 6, 2007, the Debtors filed their Emergency Motion for an Order Concerning the Amendment or Supplementation of Asbestos PD Claims (the "Motion") [Dkt. 15112]. The Official Committee of Asbestos Property Damage Claimants (the "Committee") filed an Objection [Dkt. 15271] and Prudential Insurance Company filed a Joinder to that Objection. [Dkt. 15273]. The Court heard oral argument during the May 30, 2007 hearing, rendered certain rulings on the Motion and directed the Debtors to draft and submit an Order.

The Debtors drafted an Order and provided it to counsel for the Committee. The Committee's counsel requested a number of changes to the order. The Debtors incorporated all but two of the requested changes. The Debtors and the Committee filed certificates of counsel explaining their positions on these two issues.

The Court heard additional oral argument at the July 23, 2007 omnibus hearing, resolved the two issues and directed the Debtors to circulate to the Committee a proposed revised order.

The Debtors did so and also circulated the proposed order to claimants' counsel who had commented on previous versions of the order.

On July 30, 2007, the Committee's counsel informed Debtors' counsel that the Debtors' revised proposed Order is acceptable.

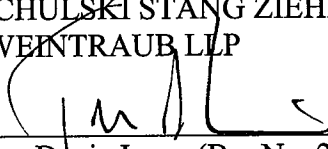
Accordingly, the Debtors respectfully request that the Court enter the attached proposed Order.

Dated: July 30, 2007

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